

coordination of educational, cultural, governmental and other interests to service such facilities; and to do all things reasonable, necessary, suitable, proper, convenient, or incidental to the aforesaid purposes.

RESOLVED, that the following amendment to the Bylaws of this Corporation is adopted and approved:

Article I of the Bylaws is amended to read in its entirety as follows:

BYLAWS

OF

VALLEY PUBLIC TELEVISION, INC.

A California Non-Profit Corporation

ARTICLE I

PURPOSES

This Corporation is a non-profit, public benefit corporation and is not organized for the private gain of any person. It is organized under the Non-Profit, Public Benefit Corporation Law for public purposes. The public purposes of this corporation are to develop, finance and operate non-commercial educational broadcast facilities in the San Joaquin Valley, including, without limitation the cities of Fresno and Bakersfield, California, for the benefit of an area including, but not limited to, Kings, Madera, Tulare,

Kern and Fresno Counties; the coordination of educational, cultural, governmental, and other interests to service such facilities, and to do all things reasonable, necessary, suitable, proper, convenient, or incidental to the aforesaid purposes, including the broadcasting of an I.T.V signal while school is in session, provided the cost thereof is paid by the educational community.

RESOLVED, that the following amendment to the Bylaws of this Corporation is adopted and approved.

Article IV Section 4.01 of the Bylaws is amended to read in its entirety as follows:

ARTICLE IV

DIRECTORS

Section 4.01. Number and Qualification of Directors.

The corporation shall have nine (9) Directors, who shall collectively be known as the Board of Directors. Each Director shall have a commitment to public broadcasting and a willingness to participate fully in furtherance of that commitment. In the event a license is granted to operate a transmitter in Kern County, an additional two (2) Directors shall be elected, from Kern County to serve such terms as the Board may determine at the time of election.

RESOLVED, that the corporation is hereby authorized to do all acts necessary to acquire a transmitter location in Bakersfield, California, for the purposes of enlarging the geographic area the corporation serves in the broadcasting of non-commercial education programs.

DATED: November 18, 1991

Mary Louise Vivier
MARY LOUISE VIVIER

DATED: November 18, 1991

Lewis S. Eaton
LEWIS EATON

DATED: November 18, 1991

Dave Bacigalupo
DAVE BACIGALUPO

DATED: November 18, 1991

Frank Gindick
FRANK GINDICK

DATED: November 18, 1991

Carolyn Golden
CAROLYN GOLDEN

DATED: November 18, 1991

John Wissler
JOHN WISSLER

DATED: November 18, 1991

Michael Cardenas
MICHAEL CARDENAS

DATED: November 18, 1991

William M. Lyles
WILLIAM LYLES

LOOMIS, BANCIOIAN &
GARLAND
ATTORNEYS-AT-LAW
1221 VAN NESS
FRESNO

DATED: November 18, 1991

Ernie Poore
ERNIE POORE

CERTIFICATE OF SERVICE

I, Sandra Johnson, a secretary in the law firm of Fletcher, Heald & Hildreth, do hereby certify that true copies of the foregoing "Petition for Leave to Amend" were sent this _____ day of November, 1991, by first-class United States mail, postage prepaid, to the following:

Theodore D. Frank
Arent, Fox, Kintner, Plotkin & Kahn
1050 Connecticut Avenue, N.W.
Washington, D.C. 20036-5339
Counsel for Community Television
of Southern California



Sandra Johnson